UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

SCHEDULE 13D

(Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO § 240.13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO § 240.13d-2(a)

(Amendment No. 2)1

Stratus Properties Inc. (Name of Issuer)

<u>Common Stock</u>, \$0.01 par value per share (Title of Class of Securities)

> <u>863167201</u> (CUSIP Number)

GREG LEMPEL 1177 West Loop South, Suite 1625 Houston, Texas 77027 <u>713-482-2196</u>

STEVE WOLOSKY, ESQ. OLSHAN FROME WOLOSKY LLP 1325 Avenue of the Americas New York, New York 10019 (212) 451-2300 (Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

March 20, 2017 (Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of \$ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box \Box .

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See § 240.13d-7 for other parties to whom copies are to be sent.

The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, *see* the *Notes*).

1	NAME OF REPORT	TNG PERSON		
-				
	BLR Partners LP			
2		CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) □ (b) ⊠		
3	SEC USE ONLY			
4	SOURCE OF FUND	S		
	WC			
5		SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d)		
	OR 2(e)			
6	CITIZENSHIP OR P	LACE OF ORGANIZATION	_	
	TEXAS			
NUMBER OF	7	SOLE VOTING POWER		
SHARES				
BENEFICIALLY	_	264,292		
OWNED BY EACH REPORTING	8	SHARED VOTING POWER		
PERSON WITH		- 0 -		
	9	SOLE DISPOSITIVE POWER		
		264,292		
	10	SHARED DISPOSITIVE POWER		
	10			
		- 0 -		
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	264,292			
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)			
	3.3%			
14	TYPE OF REPORTI	NG PERSON		
	PN			
L	111			

1	NAME OF REPORT	TING PER SON	
1	TWINE OF REFOR		
	BLRPart, LP		
2	CHECK THE APPR	OPRIATE BOX IF A MEMBER OF A GROUP	(a) □ (b) ⊠
3	SEC USE ONLY		
4	SOURCE OF FUND	S	
	AF		
5		SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d)	
	OR 2(e)		
6	CITIZENSHIP OR F	PLACE OF ORGANIZATION	
	TEXAS		
NUMBER OF	7	SOLE VOTING POWER	
SHARES		264.202	
BENEFICIALLY OWNED BY EACH	8	264,292 SHARED VOTING POWER	
REPORTING	0		
PERSON WITH		- 0 -	
	9	SOLE DISPOSITIVE POWER	
		264,292	
	10	SHARED DISPOSITIVE POWER	
		- 0 -	
11	AGGREGATE AMO	DUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	264,292		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)		
	3.3%		
14	3.5% TYPE OF REPORT	ING PERSON	
	PN		

1	NAME OF REPORT	TING PERSON	
-			
	BLRGP Inc.		
2		OPRIATE BOX IF A MEMBER OF A GROUP	(a) □ (b) ⊠
3	SEC USE ONLY		
4	SOURCE OF FUND	S	
	AF		
5		SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d)	
	OR 2(e)		
6	CITIZENSHIP OR P	LACE OF ORGANIZATION	
	TEXAS		
NUMBER OF	7	SOLE VOTING POWER	
SHARES			
BENEFICIALLY OWNED BY EACH	8	264,292 SHARED VOTING POWER	
REPORTING	8	SHARED VOTING POWER	
PERSON WITH		- 0 -	
	9	SOLE DISPOSITIVE POWER	
		264.292	
	10	SHARED DISPOSITIVE POWER	
11	ACCRECATE ANG		
11	AGGKEGATE AMU	DUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	264,292		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)		
	3.3%		
14	TYPE OF REPORTI	NG PERSON	
	СО		

1	NAME OF REPORT	TING PERSON	
	Fondren Manageme	ent, LP	
2		OPRIATE BOX IF A MEMBER OF A GROUP	(a) □ (b) ⊠
3	SEC USE ONLY		
4	SOURCE OF FUND	DS	
	AF		
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)		
6	CITIZENSHIP OR F	PLACE OF ORGANIZATION	
	TEXAS		
NUMBER OF	7	SOLE VOTING POWER	
SHARES BENEFICIALLY		264,292	
OWNED BY EACH	8	SHARED VOTING POWER	
REPORTING			
PERSON WITH	9	- 0 - SOLE DISPOSITIVE POWER	
	9	SOLE DISPOSITIVE POWER	
		264,292	
	10	SHARED DISPOSITIVE POWER	
		- 0 -	
11	AGGREGATE AMO	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	264,292		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)		
	3.3%		
14	TYPE OF REPORT	ING PERSON	
	PN		

1	NAME OF REPORT	TING PERSON		
1	TWINE OF REPORT			
	FMLP Inc.			
2	CHECK THE APPR	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b) (b) (c) (c) (c) (c) (c) (c) (c) (c) (c) (c		
3	SEC USE ONLY			
4	SOURCE OF FUND	S		
	AF			
5		SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d)		
	OR 2(e)			
6	CITIZENSHIP OR P	LACE OF ORGANIZATION		
	TEXAS			
NUMBER OF	7	SOLE VOTING POWER		
SHARES				
BENEFICIALLY OWNED BY EACH	8	264,292 SHARED VOTING POWER		
REPORTING	0	SHARED VOTING FOWER		
PERSON WITH		- 0 -		
	9	SOLE DISPOSITIVE POWER		
		264,292		
	10	SHARED DISPOSITIVE POWER		
		- 0 -		
11	AGGREGATE AMO	DUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
12	264,292 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)			
	3.3%			
14	TYPE OF REPORTI	NG PERSON		
	СО			
1				

1	NAME OF REPORT	ING PERSON		
1	TO THE OF REFORT			
	Bradley L. Radoff			
2	CHECK THE APPRO	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) □ (b) ☑		
3	SEC USE ONLY			
4	SOURCE OF FUNDS	5		
	AF, PF	AF, PF		
5		CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d)		
	OR 2(e)			
6	CITIZENSHIP OR PL	LACE OF ORGANIZATION		
	USA			
NUMBER OF	7	SOLE VOTING POWER		
SHARES BENEFICIALLY		305,896		
OWNED BY EACH	8	SHARED VOTING POWER		
REPORTING	-			
PERSON WITH	_	- 0 -		
	9	SOLE DISPOSITIVE POWER		
		305,896		
	10	SHARED DISPOSITIVE POWER		
		- 0 -		
11	AGGREGATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
10	305,896*			
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)			
	3.8%			
14	TYPE OF REPORTIN	NG PERSON		
	INI			
L	IN			

* Includes 41,604 Shares owned directly.

1	NAME OF DEDOD			
1	NAME OF REPORT	IING PERSON		
	Perry I Radoff P C	. Profit Sharing Plan		
2	CHECK THE APPR	OPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆	
2	CHECK THE ATTA	ORALL BOX II A MEMBER OF A OROOF	(a) 🖬 (b) 🖾	
3	SEC USE ONLY			
-				
4	SOURCE OF FUND	DS		
	WC			
5		SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d)		
	OR 2(e)			
6	CITIZENSHIP OR F	PLACE OF ORGANIZATION		
0				
	TEXAS			
NUMBER OF	7	SOLE VOTING POWER		
SHARES				
BENEFICIALLY		200,000		
OWNED BY EACH REPORTING	8	SHARED VOTING POWER		
PERSON WITH		- 0 -		
TERSON WITH	9	SOLE DISPOSITIVE POWER		
)	SOLE DISPOSITIVE FOWER		
		200,000		
	10	SHARED DISPOSITIVE POWER		
11	AGGREGATE AM	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	200,000			
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES			
	CHECK BOA IF THE AGOREGATE AMOUNT IN NOW (11) EACLODES CERTAIN SHARES			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)			
	2.5%			
14	TYPE OF REPORT	ING PERSON		
	EP			
	Er			

1	NAME OF REPORT	TINC DEDSON		
1	NAME OF REPOR	I ING PERSON		
	Perry J. Radoff			
2		OPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆	
			(b) 🗵	
3	SEC USE ONLY	SEC USE ONLY		
4	SOURCE OF FUND	25		
	WC			
5	CHECK BOX IF DI	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d)		
	OR 2(e)			
6	CITIZENSHIP OR I	PLACE OF ORGANIZATION		
	USA			
NUMBER OF	7	SOLE VOTING POWER		
SHARES				
BENEFICIALLY		200,000		
OWNED BY EACH REPORTING	8	SHARED VOTING POWER		
PERSON WITH		- 0 -		
	9	SOLE DISPOSITIVE POWER		
	1.0	200,000		
	10	SHARED DISPOSITIVE POWER		
		- 0 -		
11	AGGREGATE AMO	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
12				
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)			
	2.5%			
14	TYPE OF REPORT	ING PERSON		
	IN			
L				

1	NAME OF REPORT	TING PERSON		
	Middle Stump, Inc.			
2	CHECK THE APPR	OPRIATE BOX IF A MEMBER OF A GROUP	(a) □ (b) ⊠	
3	SEC USE ONLY			
4	SOURCE OF FUND	S		
	WC			
5	CHECK BOX IF DI OR 2(e)	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)		
6	CITIZENSHIP OR F	LACE OF ORGANIZATION		
	TEXAS			
NUMBER OF	7	SOLE VOTING POWER		
SHARES BENEFICIALLY		49.275		
OWNED BY EACH	8	SHARED VOTING POWER		
REPORTING PERSON WITH		- 0 -		
FERSON WITH	9	SOLE DISPOSITIVE POWER		
		49,275		
	10	SHARED DISPOSITIVE POWER		
		- 0 -		
11	AGGREGATE AMO	DUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	49,275			
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)			
	Less than 1%			
14	TYPE OF REPORT	ING PERSON		
	<u></u>			
	СО			

1	NAME OF REPORT	DIC DED CON	
1	NAME OF REPORT	ING PERSON	
	Jonathan Kagan		
2			(a) 🗆
			(b) 🗵
3	SEC USE ONLY		
4	SOURCE OF FUNDS		
5	AF, PF	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d)	
5	OR 2(e)	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED FORSUANT TO THEM 2(d)	
	01(2(0)		
6	CITIZENSHIP OR PI	LACE OF ORGANIZATION	
	USA		
NUMBER OF	7	SOLE VOTING POWER	
SHARES BENEFICIALLY		59,156	
OWNED BY EACH	8	SHARED VOTING POWER	
REPORTING	0	SHARED VOTINOTOWER	
PERSON WITH		1,743	
	9	SOLE DISPOSITIVE POWER	
	10	59,156	
	10	SHARED DISPOSITIVE POWER	
		1,743	
11	AGGREGATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	60,899*		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
12			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)		
	Less than 1%		
14	TYPE OF REPORTIN	NG PERSON	
· · ·			
	IN		

* Includes 9,881 Shares owned directly and 1,743 Shares owned directly by Mr. Kagan's children, which Mr. Kagan may be deemed to beneficially own.

1	NAME OF REPORT	TING PERSON	
	Joshua E. Schechter		
2		OPRIATE BOX IF A MEMBER OF A GROUP	(a) □ (b) ⊠
3	SEC USE ONLY		
4	SOURCE OF FUND	S	
	PF		
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)		
6	CITIZENSHIP OR P	LACE OF ORGANIZATION	
	USA		
NUMBER OF	7	SOLE VOTING POWER	
SHARES BENEFICIALLY		5,000	
OWNED BY EACH	8	SHARED VOTING POWER	
REPORTING			
PERSON WITH			
	9	SOLE DISPOSITIVE POWER	
		5,000	
	10	SHARED DISPOSITIVE POWER	
		- 0 -	
11	AGGREGATE AMO	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	5 000		
12	5,000 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)		
	Less than 1%		
14	TYPE OF REPORTI	NG PERSON	
	IN		
L	1111		

The following constitutes Amendment No. 2 to the Schedule 13D filed by the undersigned ("Amendment No. 2"). This Amendment No. 2 amends the Schedule 13D as specifically set forth herein.

Item 2. Identity and Background.

Item 2 is hereby amended to add the following:

In connection with the Termination of Joint Filing Agreement attached as Exhibit 99.1 hereto and incorporated herein by reference, each of the undersigned to that certain Joint Filing Agreement, dated September 9, 2016, are no longer members of the Section 13(d) group and shall cease to be Reporting Persons immediately after the filing of this Amendment No. 2.

Item 3. Source and Amount of Funds or Other Consideration.

Item 3 is hereby amended and restated to read as follows:

The Shares purchased by BLR Partners were purchased with working capital (which may, at any given time, include margin loans made by brokerage firms in the ordinary course of business) in open market purchases, except as otherwise noted. The aggregate purchase price of the 264,292 Shares owned directly by BLR Partners is approximately \$5,207,080, including brokerage commissions.

The Shares directly owned by Mr. B. Radoff were purchased with personal funds (which may, at any given time, include margin loans made by brokerage firms in the ordinary course of business) in open market purchases, except as otherwise noted. The aggregate purchase price of the 41,604 Shares directly owned by Mr. B. Radoff is approximately \$918,945, including brokerage commissions.

The Shares purchased by PJR Plan were purchased with working capital (which may, at any given time, include margin loans made by brokerage firms in the ordinary course of business) in open market purchases, except as otherwise noted. The aggregate purchase price of the 200,000 Shares owned directly by PJR Plan is approximately \$3,478,000, including brokerage commissions.

The Shares purchased by Middle Stump were purchased with working capital (which may, at any given time, include margin loans made by brokerage firms in the ordinary course of business) in open market purchases, except as otherwise noted. The aggregate purchase price of the 49,275 Shares owned directly by Middle Stump is approximately \$779,335, including brokerage commissions.

The Shares purchased by Mr. Kagan were purchased with personal funds (which may, at any given time, include margin loans made by brokerage firms in the ordinary course of business) in open market purchases, except as otherwise noted. The aggregate purchase price of the 11,624 Shares beneficially owned by Mr. Kagan, including the 1,743 Shares directly owned by his children, is approximately \$194,144, including brokerage commissions.

The Shares purchased by Mr. Schechter were purchased with personal funds (which may, at any given time, include margin loans made by brokerage firms in the ordinary course of business) in open market purchases, except as otherwise noted. The aggregate purchase price of the 5,000 Shares owned directly by Mr. Schechter is approximately \$71,344, including brokerage commissions.

Item 5. Interest in Securities of the Issuer.

Item 5 is hereby amended and restated to read as follows:

The aggregate percentage of Shares reported owned by each person named herein is based upon 8,098,140 Shares outstanding as of February 28, 2017, which is the total number of Shares outstanding as reported in the Issuer's Annual Report on Form 10-K filed with the Securities and Exchange Commission on March 16, 2017.

A. BLR Partners

(a) As of the close of business on March 20, 2017, BLR Partners beneficially owned 264,292 Shares.

Percentage: Approximately 3.3%

- (b) 1. Sole power to vote or direct vote: 264,292
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 264,292
 - 4. Shared power to dispose or direct the disposition: 0
- (c) BLR Partners has not entered into any transactions in the Shares during the past 60 days.

B. BLRPart GP

(a) BLRPart GP, as the general partner of BLR Partners, may be deemed the beneficial owner of the 264,292 Shares owned by BLR Partners.

Percentage: Approximately 3.3%

- (b) 1. Sole power to vote or direct vote: 264,292
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 264,292
 - 4. Shared power to dispose or direct the disposition: 0
- (c) BLRPart GP has not entered into any transactions in the Shares during the past 60 days.

C. BLRGP

(a) BLRGP, as the general partner of BLRPart GP, may be deemed the beneficial owner of the 264,292 Shares owned by BLR Partners.

Percentage: Approximately 3.3%

- (b) 1. Sole power to vote or direct vote: 264,292
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 264,292
 - 4. Shared power to dispose or direct the disposition: 0
- (c) BLRGP has not entered into any transactions in the Shares during the past 60 days.

D. Fondren Management

(a) Fondren Management, as the investment manager of BLR Partners, may be deemed the beneficial owner of the 264,292 Shares owned by BLR Partners.

Percentage: Approximately 3.3%

- (b) 1. Sole power to vote or direct vote: 264,292
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 264,292
 - 4. Shared power to dispose or direct the disposition: 0
- (c) Fondren Management has not entered into any transactions in the Shares during the past 60 days.

E. FMLP

(a) FMLP, as the general partner of Fondren Management, may be deemed the beneficial owner of the 264,292 Shares owned by BLR Partners.

Percentage: Approximately 3.3%

- (b) 1. Sole power to vote or direct vote: 264,292
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 264,292
 - 4. Shared power to dispose or direct the disposition: 0
- (c) FMLP has not entered into any transactions in the Shares during the past 60 days.

F. Mr. B. Radoff

(a) As of the close of business on March 20, 2017, Mr. B. Radoff directly owned 41,604 Shares. Mr. B. Radoff, as the sole shareholder and sole director of each of BLRGP and FMLP, may be deemed the beneficial owner of the 264,292 Shares owned by BLR Partners.

Percentage: Approximately 3.8%

- (b) 1. Sole power to vote or direct vote: 305,896
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 305,896
 - 4. Shared power to dispose or direct the disposition: 0
- (c) Mr. B. Radoff has not entered into any transactions in the Shares during the past 60 days.

G. PJR Plan

(a) As of the close of business on March 20, 2017, PJR Plan beneficially owned 200,000 Shares.

Percentage: Approximately 2.5%

- (b) 1. Sole power to vote or direct vote: 200,000
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 200,000
 - 4. Shared power to dispose or direct the disposition: 0

- (c) PJR Plan has not entered into any transactions in the Shares during the past 60 days.
- H. Mr. P. Radoff
 - (a) Mr. P. Radoff, as the trustee of PJR Plan, may be deemed the beneficial owner of the 200,000 Shares owned by PJR Plan.

Percentage: Approximately 2.5%

- (b) 1. Sole power to vote or direct vote: 200,000
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 200,000
 - 4. Shared power to dispose or direct the disposition: 0
- (c) Mr. P. Radoff has not entered into any transactions in the Shares during the past 60 days.
- I. Middle Stump
 - (a) As of the close of business on March 20, 2017, Middle Stump beneficially owned 49,275 Shares.

Percentage: Less than 1%

- (b) 1. Sole power to vote or direct vote: 49,275
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 49,275
 - 4. Shared power to dispose or direct the disposition: 0
- (c) Middle Stump has not entered into any transactions in the Shares during the past 60 days.
- J. Mr. Kagan
 - (a) As of the close of business on March 20, 2017, Mr. Kagan directly owned 9,881 Shares and may be deemed to beneficially own an additional 1,743 Shares directly owned by his children. Mr. Kagan, as the president, sole shareholder and sole director of Middle Stump, may be deemed the beneficial owner of the 49,275 Shares owned by Middle Stump.

Percentage: Less than 1%

- (b) 1. Sole power to vote or direct vote: 59,156
 - 2. Shared power to vote or direct vote: 1,743
 - 3. Sole power to dispose or direct the disposition: 59,156
 - 4. Shared power to dispose or direct the disposition: 1,743
- (c) The transactions in the Shares by Mr. Kagan during the past 60 days are set forth on Schedule A and are incorporated herein by reference.
- K. Mr. Schechter
 - (a) As of the close of business on March 20, 2017, Mr. Schechter directly owned 5,000 Shares.

Percentage: Less than 1%

- (b) 1. Sole power to vote or direct vote: 5,000
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 5,000
 - 4. Shared power to dispose or direct the disposition: 0
- (c) Mr. Schechter has not entered into any transactions in the Shares during the past 60 days.
- (d) No person other than the Reporting Persons is known to have the right to receive, or the power to direct the receipt of dividends from, or proceeds from the sale of, the Shares.
- (e) As of March 20, 2017, the Reporting Persons ceased to collectively be the beneficial owners of more than 5% of the Shares of the Issuer following the termination of the Joint Filing Agreement.
- Item 6. <u>Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer</u>.

Item 6 is hereby amended to add the following:

On March 20, 2017, the Reporting Persons terminated the Joint Filing Agreement. A copy of such termination agreement is attached hereto as Exhibit 99.1.

Item 7. <u>Material to be Filed as Exhibits</u>.

Item 7 is hereby amended to add the following exhibit:

99.1 Termination of Joint Filing Agreement, dated March 20, 2017.

SIGNATURES

After reasonable inquiry and to the best of his knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: March 21, 2017

BLR Partners LP

- By: BLRPart, LP General Partner
- By: BLRGP Inc. General Partner
- By: /s/ Bradley L. Radoff Name: Bradley L. Radoff Title: Sole Director

BLRPart, LP

- By: BLRGP Inc. General Partner
- By: /s/ Bradley L. Radoff Name: Bradley L. Radoff Title: Sole Director

BLRGP Inc.

By:	/s/ Brad	/s/ Bradley L. Radoff		
		Bradley L. Radoff Sole Director		

Fondren Management, LP

- By: FMLP Inc. General Partner
- By: /s/ Bradley L. Radoff Name: Bradley L. Radoff Title: Sole Director

/s/ Bradley L. Radoff

Bradley L. Radoff

Perry J. Radoff, P.C. Profit Sharing Plan

By:	/s/ Perry J. Radoff			
		Perry J. Radoff Trustee		

/s/ Perry J. Radoff Perry J. Radoff

Middle Stump, Inc.

By: /s/ Jonathan Kagan Name: Jonathan Kagan Title: President and Sole Director

/s/ Jonathan Kagan

Jonathan Kagan

/s/ Joshua E. Schechter Joshua E. Schechter

SCHEDULE A

Transactions in the Shares During the Past 60 Days

Shares of Common Stock Purchased/(Sold)	Price Per <u>Share(\$)</u>	Date of <u>Purchase/Sale</u>
	JONATHAN KAGAN	
(1,000)*	32.2913	01/31/2017

* Represents a transaction by Mr. Kagan's child.

TERMINATION OF JOINT FILING AGREEMENT

March 20, 2017

Each of the undersigned is a party to that certain Joint Filing Agreement, dated September 9, 2016 (the "Group Agreement"). Each of the undersigned hereby agrees that the Group Agreement is terminated effective immediately.

[Signature page follows]

BLR Partners LP

By:	BLRPar General	·		
By:	BLRGP General			
By:	/s/ Bradley L. Radoff			
	Name:	Bradley L. Radoff		
	Title:	Sole Director		
BLRPart, LP				

By: BLRGP Inc. General Partner

By: /s/ Bradley L. Radoff Name: Bradley L. Radoff Title: Sole Director

BLRGP Inc.

By:	/s/ Bradley L. Radoff		
	Name:	Bradley L. Radoff	
	Title:	Sole Director	

Fondren Management, LP

- By: FMLP Inc. General Partner
- By: /s/ Bradley L. Radoff Name: Bradley L. Radoff Title: Sole Director

/s/ Bradley L. Radoff

Bradley L. Radoff

Signature Page to Termination of Joint Filing Agreement

Perry J. Radoff, P.C. Profit Sharing Plan

By: /s/ Perry J. Radoff

Name: Perry J. Radoff Title: Trustee

/s/ Perry J. Radoff

Perry J. Radoff

By:

Middle Stump, Inc.

/s/ Jonathan Kagan Name: Jonathan Kagan Title: President and Sole Director

/s/ Jonathan Kagan

Jonathan Kagan

/s/ Joshua E. Schechter Joshua E. Schechter